a common adhesive layer which is provided over the principal surface of said heat spreader and bonds both said semiconductor chip and said wiring board to said heat spreader, so that a heat transfer effect between said semiconductor chip and said heat spreader is about equal to a heat transfer effect between said wiring board and said heat spreader;

and

an encapsulating resin for sealing at least said metal thin wires,

wherein said semiconductor chip is disposed in the opening of said wiring board, and is separated from edges of said wiring board that collectively define the opening by a space so that said semiconductor chip does not completely cover said heat spreader within the opening, and

wherein a portion of said heat spreader within the opening that is not covered by said semiconductor chip being completely covered by said adhesive layer.

4. (Twice Amended) A method of manufacturing a semiconductor device, comprising the following steps:

preparing a heat spreader having a flat, principle surface;

forming a common adhesive layer over the principal surface of said heat spreader;

disposing a semiconductor chip and a wiring board over said common adhesive layer, the wiring board having an opening for accommodating said semiconductor chip, said semiconductor chip being disposed in the opening of said wiring board, and being separated from edges of said wiring board that collectively define the opening by a

space so that said semiconductor chip does not completely cover said heat spreader within the opening, a portion of said heat spreader within the opening that is not covered by said semiconductor chip being completely covered by said common adhesive layer;

connecting electrodes of said semiconductor chip and said wiring board by metal thin wires; and

sealing at least said metal thin wires with an encapsulating resin,

wherein the common adhesive layer is utilized to bond both the semiconductor chip and the wiring board to the principal surface of the heat spreader, so that a heat transfer effect between the semiconductor chip and the heat spreader is about equal to a heat transfer effect between the wiring board and the heat spreader.

5. (Twice Amended) A method of manufacturing a semiconductor device, comprising the following steps:

preparing a heat spreader;

forming a first adhesive layer and a second adhesive layer over a principal surface of said heat spreader;

forming a wiring board over said first adhesive layer, the wiring board having a through opening;

forming a semiconductor chip over said second adhesive layer and disposing the semiconductor chip in the through opening so that all side surfaces of said semiconductor chip are completely surrounded by said wiring board;

connecting electrodes of said semiconductor chip and said wiring board by metal thin wires;

sealing said second adhesive layer and part of said semiconductor chip with a first encapsulating resin; and

sealing said metal thin wires and said semiconductor chip with a second encapsulating resin after said first encapsulating resin has been cured.

7. (Twice Amended) A method a manufacturing a semiconductor device, comprising the following steps:

preparing a heat spreader;

forming a first adhesive layer and a second adhesive layer over a principal surface of said heat spreader;

forming a wiring board over said first adhesive layer, the wiring board having a through opening;

forming a semiconductor chip over said second adhesive layer and disposing the semiconductor chip in the through opening so that all side surfaces of said semiconductor chip are completely surrounded by said wiring board;

connecting electrodes of said semiconductor chip and said wciring board by metal thin wires;

sealing said second adhesive layer and part of said semiconductor chip with an encapsulating resin; and

after said encapsulating resin has at least partially cured, sealing said metal thin wires and said semiconductor chip with more of said encapsulating resin.